

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF IOWA**

In re:

MERCY HOSPITAL, IOWA CITY, IOWA, *et al.*,

Debtors.

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Chapter 11

Case No. 23-00623 (TJC)

Jointly Administered

Obj. Deadline: 12/11/23 at 4:00 p.m. (CT)

**SUMMARY OF THIRD MONTHLY FEE APPLICATION OF
MCDERMOTT WILL & EMERY LLP, COUNSEL TO THE DEBTORS AND
DEBTORS-IN-POSSESSION, FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES**

Name of Applicant:

McDERMOTT WILL & EMERY LLP

Authorized to provide professional
services to:

Debtors and Debtors-in-Possession

Date of retention:

September 14, 2023, effective as of August 7, 2023

Period for which compensation
and reimbursement is sought:

October 1, 2023 through October 31, 2023

Amount of compensation sought as
actual, reasonable and necessary:

\$450,968.00 (80% of \$563,710.00)¹

Amount of expense reimbursement
sought as actual, reasonable and necessary:

\$5,638.37

This is a:

Third Monthly Application

¹ This amount does not reflect \$10,360.66, including \$6,712.00 in incurred fees and \$3,648.66 in incurred expenses, that McDermott has voluntarily written off with respect to the Application Period (as defined herein).

Prior Applications:

Application	Date Filed	Period Covered	Requested Fees/Expenses	Approved Fees/Expenses
First Monthly [D.I. 348]	10/9/23	8/7/23 – 8/31/23	\$738,318.00 / \$4,741.38	<i>Pending</i>
Second Monthly [D.I. 502]	11/10/23	9/1/23 – 9/30/23	\$649,102.80 / \$3,346.20	<i>Pending</i>

**MERCY HOSPITAL IOWA CITY, IOWA, ET AL.
COUNSEL TO DEBTORS AND DEBTORS-IN-POSSESSION
SUMMARY OF BILLING BY PROFESSIONAL FOR APPLICATION PERIOD**

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate	Total Billed Hours	Total Compensation
Felicia Gerber Perlman	1992	Partner; Corporate Advisory	\$1,850	116.4	\$215,340.00
Neil T. Kawashima	1996	Partner; Private Client	\$1,600	2.1	\$3,360.00
Megan R. Rooney	2006	Partner; Healthcare	\$1,460	17.2	\$25,112.00
James W. Kapp	1994	Partner; Corporate Advisory	\$1,450	7.5	\$10,875.00
Jeffrey M. Holdvogt	2003	Partner; Employee Benefits and Executive Compensation	\$1,450	5.3	\$7,685.00
Daniel M. Simon	2008	Partner; Corporate Advisory	\$1,450	117.1	\$169,795.00
Nathan M. Bull	2006	Partner; Trial	\$1,410	4.8	\$6,768.00
Jay E. Greathouse	2012	Partner; Healthcare	\$1,300	6.6	\$8,580.00
Jack G. Haake	2011	Associate; Corporate Advisory	\$1,190	46.9	\$55,811.00
Emily C. Keil	2018	Associate; Corporate Advisory	\$1,105	33.4	\$36,907.00
Dexter Golinghorst	2021	Associate; Healthcare	\$945	16.3	\$15,403.50
Dante Pavan	2022	Associate; Corporate Advisory	\$725	8.4	\$6,090.00
Raniel L. Dizon	N/A	Technology Project Manager	\$545	2.5	\$1,362.50

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate	Total Billed Hours	Total Compensation
Apurva Ingolikar	N/A	Litigation Technology Data Analyst	\$270	1.3	\$351.00
Fिताlesh Belayneh	N/A	Litigation Technology Data Analyst	\$270	1.0	\$270.00
TOTALS				386.8	\$563,710.00

**MERCY HOSPITAL IOWA CITY, IOWA, ET AL.
COUNSEL TO DEBTORS AND DEBTORS-IN-POSSESSION
COMPENSATION BY PROJECT CATEGORY FOR APPLICATION PERIOD**

Project Category	Total Hours	Total Fees
Asset Disposition	271.9	\$408,525.00
Court Hearings	1.5	\$2,175.00
Fee/Employment Applications	16.2	\$17,901.00
Assumption/Rejection of Leases	0.9	\$994.50
Other Contested Matters	54.9	\$75,153.00
Non-Working Travel ¹	2.2	\$3,190.00
Business Operations	3.3	\$4,197.00
Employee Benefits/Pensions	6.1	\$8,845.00
Financing/Cash Collections	16.0	\$25,708.00
Board of Directors Matters	5.3	\$9,805.00
Litigation	8.5	\$7,216.50
TOTALS	386.8	\$563,710.00

¹ The hours billed to Non-Working Travel were reduced by fifty percent (50%), as reflected in the time detail attached hereto as **Exhibit A**.

**MERCY HOSPITAL IOWA CITY, IOWA, ET AL.
COUNSEL TO DEBTORS AND DEBTORS-IN-POSSESSION
EXPENSE SUMMARY FOR APPLICATION PERIOD**

Expense Category¹	Service Provider (if applicable)	Total Expenses
Deposition Transcripts	Everest Court Reporting LLC	\$3,500.79
Travel Expenses	Various	\$1,807.65
Business Meals	Various	\$329.93
TOTAL		\$5,638.37

¹ McDermott voluntarily waived all Westlaw and LexisNexis charges, all computer data storage charges incurred as part of the discovery process during the Application Period, and certain travel and business meal expenses for a total voluntary write-off of \$3,648.66.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF IOWA**

In re:)	
)	Chapter 11
MERCY HOSPITAL, IOWA CITY, IOWA, <i>et al.</i> ,)	
)	Case No. 23-00623 (TJC)
Debtors.)	
)	Jointly Administered
)	
)	Obj. Deadline: 12/11/23 at 4:00 p.m. (CT)
)	

**THIRD MONTHLY FEE APPLICATION OF MCDERMOTT WILL & EMERY LLP,
COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

McDermott Will & Emery LLP (the “Applicant” or “McDermott”), counsel to Mercy Hospital, Iowa City, Iowa (“Mercy”) and certain of its affiliates and subsidiaries as debtors and debtors-in-possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), hereby applies (the “Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 224] (the “Interim Compensation Order”),¹ for allowance of compensation for services rendered and reimbursement of expenses for the period from October 1, 2023 through October 31, 2023 (the “Application Period”), and respectfully represents as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Northern District of Iowa (the “Court”) has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and the *Public*

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such items in the Interim Compensation Order.

Administrative Order referring bankruptcy cases entered by the United States District Court for the Northern District of Iowa. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The legal predicates for the relief requested herein are Bankruptcy Code sections 330 and 331 and Bankruptcy Rule 2016. McDermott confirms its consent to the entry of a final order by the Court in connection with the Application in the event that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

BACKGROUND

I. The Chapter 11 Cases

3. On August 7, 2023 (the “Petition Date”), each of the Debtors commenced a case by filing a petition for relief under chapter 11 of the Bankruptcy Code (collectively, the “Chapter 11 Cases”). The Chapter 11 Cases are being jointly administered for procedural purposes only.

4. The Debtors continue to operate their businesses and manage their properties as debtors and debtors-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

5. On August 15, 2023, the Office of the United States Trustee for the Northern District of Iowa (the “U.S. Trustee”) appointed an official committee of unsecured creditors (the “Committee”) in the Chapter 11 Cases [Docket No. 107]. No trustee or examiner has been appointed in the Chapter 11 Cases.

6. Additional information regarding the Debtors and these Chapter 11 Cases, including the Debtors’ business operations, capital structure, financial condition, and the reasons for and objectives of these Chapter 11 Cases, is set forth in the *Declaration of Mark E. Toney in*

Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 27] (the “First Day Declaration”).

II. The Retention of McDermott

7. On August 23, 2023, the Debtors applied [Docket No. 148] (the “McDermott Retention Application”) to the Court for an order authorizing the Debtors to retain and employ McDermott as its counsel, effective as of August 7, 2023. On September 14, 2023, the Court entered an order [Docket No. 226] authorizing such retention.

III. The Interim Compensation Order

8. On September 14, 2023, the Court entered the Interim Compensation Order, which sets the procedures for interim compensation and reimbursement of expenses in the Chapter 11 Cases. Specifically, the Interim Compensation Order provides that a Retained Professional may file and serve a Monthly Fee Application on or after the 15th day of each month following the month for which compensation is sought. Provided that there are no objections to the Monthly Fee Application filed within 14 days after service of the same, the Debtors are authorized to pay such Retained Professional eighty percent (80%) of the fees and one-hundred percent (100%) of the expenses requested in such Monthly Fee Application. If an objection is filed to the Monthly Fee Application and the parties reach a consensual resolution, the Debtors are authorized to pay eighty percent (80%) of the agreed-upon fees and one-hundred percent (100%) of the agreed-upon expenses.

RELIEF REQUESTED

9. Pursuant to the Interim Compensation Order and Bankruptcy Code section 331, McDermott is seeking compensation in the amount of \$450,968.00, which is equal to eighty percent (80%) of the \$563,710.00 in fees for professional services rendered by McDermott during

the Application Period. This amount is derived solely from the applicable hourly billing rates of McDermott's personnel who rendered such services to the Debtors. In addition, McDermott is seeking reimbursement of expenses incurred during the Application Period in the amount of \$5,638.37.

A. Compensation Requested

10. Attached hereto as **Exhibit A** is a detailed itemization, by project category, of all services performed by McDermott with respect to the Chapter 11 Cases during the Application Period. This detailed itemization complies with the Interim Compensation Order and Bankruptcy Rule 2016 in that each time entry contains a separate time allotment, a description of the type of activity, and the subject matter of the activity, all time is billed in increments of one-tenth of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

11. The attorneys and paraprofessionals who rendered services related to each category are identified in **Exhibit A**, along with the number of hours for each individual and the total compensation sought for each category.

B. Expense Reimbursement

12. McDermott incurred out-of-pocket expenses during the Application Period in the amount of \$5,638.37. Attached hereto as **Exhibit B** are descriptions of the expenses actually incurred by McDermott in the performance of services rendered as counsel to the Debtors. The expenses are broken down into categories of charges, including travel, lodging, transcripts, and business meal expenses.²

² As discussed herein, McDermott voluntarily waived all Westlaw and LexisNexis charges, all computer data storage charges incurred as part of the discovery process during the Application Period, and certain travel and business meal expenses for a total voluntary write-off of \$3,648.66.

VALUATION OF SERVICES

13. Attorneys and paraprofessionals of McDermott have expended a total of 386.8 hours in connection with this matter during the Application Period. The amount of time spent by each of the professionals providing services to the Debtors for the Application Period is set forth in **Exhibit A**. The reasonable value of the services rendered by McDermott for the Application Period as counsel for the Debtors in the Chapter 11 Cases is \$563,710.00.

BASIS FOR RELIEF REQUESTED AND APPLICABLE AUTHORITY

14. Bankruptcy Code section 330(a) provides, in pertinent part, that:

[T]he court may award . . . ***reasonable compensation*** for actual, necessary services rendered by the . . . attorney and by any paraprofessional person . . . and . . . reimbursement for actual, necessary expenses. . . . In determining the amount of reasonable compensation to be awarded, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including – (A) the time spent on such services; (B) the rates charged for such services; (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under [the Bankruptcy Code]; (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and (E) whether the compensation is reasonable, based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a) (emphasis added). The Eighth Circuit Court of Appeals has stated:

“[Reasonable] [c]ompensation . . . presumably reflects (1) the novelty and complexity of the issues, (2) the special skill and experience of counsel, (3) the quality of representation, and (4) the results obtained.”

P.A. Novelty v. Palans (In re Apex Oil Co.), 960 F.2d 728, 731–32 (8th Cir. 1992).

15. In reviewing this Application, the Court should be guided by the Eighth Circuit’s instruction to ascertain whether such services were rendered and billed in accordance with the established market for legal services in similar matters:

Section 330 “is meant to encourage high standards of professional legal practice in the bankruptcy courts. . . . Bankruptcy courts must consider whether the fee

awards are commensurate with fees for professional services in non-bankruptcy cases, thus providing sufficient economic incentive to practice in bankruptcy courts.”

Mann v. McCombs (In re McCombs), 751 F.2d 286, 288 (8th Cir. 1984); *see also In re Continental Illinois Securities Litigation*, 962 F.2d 566, 568 (7th Cir. 1992) (“[I]t is not the function of judges in fee litigation to determine the equivalent of the medieval just price. It is so to determine what the lawyer would receive if he was selling his services in the market rather than being paid by court order.”).

16. In accordance with the factors enumerated in Bankruptcy Code section 330, McDermott submits that the amount requested is fair and reasonable given (a) the complexity of the Chapter 11 Cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. The fees charged by McDermott in these Chapter 11 Cases were billed in accordance with its existing billing rates and procedures set forth in the McDermott Retention Application, in effect during the Application Period. McDermott’s rates for the services rendered by its attorneys and paraprofessionals in these Chapter 11 Cases are the same rates that McDermott charges for services rendered in comparable non-bankruptcy matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market.

17. McDermott reserves the right to correct, amend, or supplement this Application, including, without limitation, to seek payment in the event this Application is not approved in full.

NO PRIOR REQUEST

18. No prior request for the relief sought in the Application has been made to this or any other court.

CONCLUSION

WHEREFORE, McDermott respectfully requests that the Court enter an Order: (i) granting the Application and authorizing (a) allowance of compensation in the amount of \$450,968.00 (80% of \$563,710.00) for professional services rendered, and (b) reimbursement for actual and necessary costs in the amount of \$5,638.37; (ii) directing payment by the Debtor of the foregoing amounts; and (iii) granting such other further relief as the Court deems just and proper.

Dated: Cedar Rapids, Iowa
November 27, 2023

NYEMASTER GOODE, P.C.

/s/ Roy Leaf

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Counsel for Debtors and Debtors-in-Possession

CERTIFICATE OF SERVICE

The undersigned certifies, under penalty of perjury, that on this November 27, 2023, the foregoing document was electronically filed with the Clerk of Court using the Northern District of Iowa CM/ECF and the document was served electronically through the CM/ECF system to the parties of the Chapter 11 Cases.

/s/ Roy Leaf

EXHIBIT A

Time Detail



Invoice: 3832477
Client: 104125

11/20/2023

Mercy Hospital, Iowa City, Iowa
500 East Market Street
Iowa City, IA 52245

For Services Rendered in Connection with:

Matter: 0013 Chapter 11 Bankruptcy

Task	Date	Name	Hours	Description
B130	10/01/23	J. Haake	0.70	Draft escrow agreement and correspondence with D. Orman re same (.7).
B130	10/01/23	D. Golinghorst	0.10	Review and analyze correspondence re APA (.1).
B130	10/01/23	D. Simon	0.50	Multiple communications re sale objections and related auction issues (.5).
B130	10/01/23	F. Perlman	1.20	Analyze potential bids and auction strategy (.8); analyze employee issues re sale (.4).
B130	10/02/23	F. Perlman	3.50	Auction preparation (.8); analysis of offers and strategy (1.4); analysis of PH bid (1.3).
B130	10/02/23	M. Rooney	1.30	Review and revise Closing Checklist (.8); lead transaction status conference with Mercy and University of Iowa (.5).
B130	10/02/23	D. Simon	1.90	Attend sale closing conference (.5); review PH bid (.6); conferences with R. Bayman and M. Toney re same (.8).
B130	10/02/23	J. Kapp	0.90	Review McKesson's reservation of rights to proposed sale (.2); review Catholic Health Initiatives-Iowa Corp objection to assignment of contract (.1); review Roche Diagnostics Corporation, Progressive Rehabilitation Associates and Revology, Inc objections to contract assignment (.2); review Radiologic Medical Services objection to sale motion (.2); review Owens & Minor Distribution, Inc objection to sale motion (.1); review Hayes Locums, LLC objection to sale motion (.1).
B130	10/02/23	D. Golinghorst	1.50	Draft updates to transaction closing checklist (.3); confer with Polsinelli team re APA (.4); review and analyze credit bid APA (.8).
B130	10/02/23	J. Haake	4.40	Multiple correspondence and conferences with D. Orman, B. McIlwain, and K. Borodkin re escrow



Mercy Hospital, Iowa City, Iowa

Client: 104125
Invoice: 3832477
Invoice Date: 11/20/2023

Task	Date	Name	Hours	Description
				accounts and bid procedures (2.3); correspondence with M. Preusker re escrow account (.4); correspondence with M. Toney and K. Borodkin re bid process and escrow account (.5); analysis of sale objections and draft summary of analysis (1.2).
B130	10/03/23	J. Haake	1.00	Correspondence with B. McIlwain re escrow account (.3); finalize escrow agreement and circulate executed agreement to execution parties (.7).
B130	10/03/23	F. Perlman	4.20	Continued analysis of bids and auction process with client (3.2); conference with client re same (.5); conference with C. Zucker re same (.5).
B130	10/03/23	E. Keil	1.50	Multiple conferences and correspondence re auction preparation (1.5).
B130	10/03/23	D. Simon	1.60	Conferences with H2C and TKP re bids and auction preparations (1.6).
B130	10/03/23	D. Golinghorst	0.50	Analysis and communications re auction process and sale matters (.5).
B130	10/03/23	J. Kapp	0.10	Review Altera objection to contract assignment (.1).
B130	10/04/23	D. Golinghorst	0.80	Conference with E. Keil re auction process and document drafts (.5); participate in auction (.3).
B130	10/04/23	M. Rooney	6.80	Prepare for and participate in auction, including appropriate sale documentation amendments with bids (6.8).
B130	10/04/23	F. Perlman	8.40	Prepare for and participate in auction (6.7); follow up re closing issues and strategy re PH (1.7).
B130	10/04/23	D. Simon	9.00	Prepare for and attend auction and numerous meetings re same (9.0).
B130	10/04/23	E. Keil	1.30	Conference with D. Gollinghorst re auction updates (.6); conference with R. Leaf re same (.3); correspondence with R. Leaf re notice of continued auction (.1); research re same (.3).
B130	10/05/23	D. Golinghorst	3.50	Review stalking horse transaction closing checklist (.5); revise closing checklist for credit bid (1.2); draft credit bid closing checklist (1.3).
B130	10/05/23	M. Rooney	2.00	Review SOM approval (0.2); Update Closing Checklist (1.5); correspondence with Nyemaster re real estate matters (.3).
B130	10/05/23	F. Perlman	3.60	Follow up re open issues with PH bid and next steps (1.9); conference with N. Coco and M. Preusker re



Mercy Hospital, Iowa City, Iowa

Client: 104125
Invoice: 3832477
Invoice Date: 11/20/2023

Task	Date	Name	Hours	Description
B130	10/05/23	D. Simon	2.80	next steps to closing (.8); follow up re Clinic bid (.9). Multiple conferences with F. Perlman and client re auction issues (1.2); conferences with H2C re real estate issues (.4); conference with Mintz re transition and related sale issues (1.2).
B130	10/05/23	D. Golinghorst	0.50	Review proposed resolutions for Sisters of Mercy to consent to transaction (.2); draft revisions to same (.3).
B130	10/06/23	D. Golinghorst	2.00	Draft transaction closing checklist for credit bid APA (2.0).
B130	10/06/23	M. Rooney	1.30	Review and comment on closing checklist (1.0); correspondence with SOM's counsel re SOM approval (.3).
B130	10/06/23	F. Perlman	4.00	Conference with University re auction (.5); follow up with PH re auction and open issues for closing (.6); analyze issues re auction and risk factors (1.9); conference with client re auction and bids (.6); conference with UCC re auction and bids (.4).
B130	10/06/23	D. Simon	2.90	Multiple conferences with University re auction (.7) follow-up conferences with client re same (1.6); conferences with H2C re sale of real estate (.6).
B130	10/07/23	D. Simon	1.50	Communications with F. Perlman and M. Toney re resumption of auction (.7); conference with R. Bayman and M. Toney re real estate (.5); analyze transcript re same (.3).
B130	10/07/23	D. Golinghorst	0.10	Review and analyze correspondence re auction process (.1).
B130	10/07/23	J. Kapp	1.10	Analyze and draft correspondence raising certain issues re auction and bid procedures (.2); review bidding procedures and order and prepare summary addressing such issues (.9).
B130	10/07/23	F. Perlman	1.90	Conference with client re clinics and sale (.5); conference with N. Coco re clinics and documents (.6); analyze sale and auction issues (.8).
B130	10/08/23	F. Perlman	1.60	conference with client re clinics (.5); conference with JD re clinics and sale (.4); continued analysis of auction and sale strategy (.7).
B130	10/08/23	D. Simon	0.50	Communications with H2C and TKP re real estate and resumption of auction.



Mercy Hospital, Iowa City, Iowa

Client: 104125
Invoice: 3832477
Invoice Date: 11/20/2023

Task	Date	Name	Hours	Description
B130	10/09/23	D. Simon	2.10	Conference with M. Toney, et al. re auction strategy (1.8); conference with D. Gordon re University bid (.3).
B130	10/09/23	D. Golinghorst	0.10	Review credit bid APA (.1).
B130	10/09/23	F. Perlman	3.30	Prepare for auction and bid comparison (1.7); conference with D. Gordon and D. Simon re same (.4); conference with A. Sherman and D. Simon re bid comparison and auction process (.5); conference with client re auction strategy (.7).
B130	10/10/23	D. Golinghorst	0.20	Review and analyze correspondence re auction and sale transaction (.2).
B130	10/10/23	F. Perlman	4.90	Prepare for and attend auction (2.7); follow up re auction results and next steps (1.6); review auction communications (.6).
B130	10/10/23	M. Rooney	3.50	Prepare for and participate in Auction (3.5).
B130	10/10/23	D. Simon	7.50	Prepare for and attend resumed auction (3.5); conference with TKP re cash flows (.5); numerous conferences with M. Toney re same (.8); multiple conferences with Mintz and J. Dinan re sale documents and communications (1.4); attend conference with Wixted re communications (.7); revisions to communications materials re sale (.6).
B130	10/11/23	J. Haake	0.20	Correspondence with M. Toney and H. Israel re presentation to Sisters of Mercy (.2).
B130	10/11/23	M. Rooney	0.30	Analysis re sale and auction issues (.3).
B130	10/11/23	F. Perlman	2.90	Continue work on sales process and review documents (2.3); follow up re approval of Sisters (.3); review press releases re sales process (.3).
B130	10/11/23	D. Simon	1.30	Initial review of sale documents (.8); conferences with TKP re same (.5).
B130	10/11/23	D. Golinghorst	0.90	Draft updates to credit bid closing checklist (.2); review and compile schedules, APA, and ancillary documents re same (.7).
B130	10/12/23	D. Golinghorst	1.30	Analyze credit bid APA and schedules (.7); draft correspondence re regulatory approvals (.4); draft updates to credit bid APA closing checklist (.2).
B130	10/12/23	J. Haake	3.80	Correspondence with H. Israel and M. Toney re presentation and sale (.4); analysis of draft closing documents (3.0); revise advance agreement (.4).



Mercy Hospital, Iowa City, Iowa

Client: 104125
Invoice: 3832477
Invoice Date: 11/20/2023

Task	Date	Name	Hours	Description
B130	10/12/23	J. Haake	0.60	Correspondence with M. Toney, H. Israel, and D. Simon re Sisters of Mercy approval call (.6).
B130	10/12/23	F. Perlman	3.70	Review and analyze sale documents including IMA and funding agreement (1.8); work on sale hearing issue (.6); follow up re closing time line and open issues (1.3).
B130	10/12/23	J. Greathouse	1.50	Analysis re interim management agreement (.5); analysis re agreement to advance (1.0).
B130	10/12/23	M. Rooney	0.50	Conference with Mercy legal team regarding next steps with PH/Computershare (.5).
B130	10/12/23	D. Simon	2.90	Multiple conferences with sale team re IMA and funding agreements (1.2); conferences with J. Porter and others re sale budget issues (.6); mark-up of IMA and funding agreements (.7); communications with Committee and PH re same (.4).
B130	10/13/23	D. Golinghorst	0.40	Review and analyze correspondence re credit bid APA and schedules (.2); draft correspondence re same (.2).
B130	10/13/23	J. Haake	2.50	Prepare for and participate in call with M. Preusker, J. Greathouse, and J. Dinan re APA and related documents (1.8); revise documents re same (.7).
B130	10/13/23	D. Pavan	0.70	Review and analyze potential sale order (1.2).
B130	10/13/23	M. Rooney	0.30	Correspondence with Mercy legal team regarding regulatory approvals (.3).
B130	10/13/23	J. Greathouse	4.40	Review and analyze IMA (3.5); begin revising agreement and prepare issues list for internal discussion (.9).
B130	10/13/23	F. Perlman	2.90	Continued work on funding agreement and process for interim management and transition (1.4); attention to APA and sale order (1.1); evaluate termination notice and response (.4).
B130	10/13/23	D. Simon	4.10	Multiple revisions to sale documents (1.6); conferences with TKP re same (.7); conference with Preston Hollow re sale documents and related issues (1.0); conferences with J. Porter re budget (.8).
B130	10/14/23	D. Golinghorst	1.10	Review and provide comments to interim management agreement (.9); draft correspondence re same (.2).
B130	10/14/23	J. Haake	2.20	Analysis of proposed sale order (2.2).



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Task	Date	Name	Hours	Description
B130	10/15/23	J. Haake	0.30	Revise agreement to advance (.3).
B130	10/15/23	D. Pavan	2.80	Review and analyze potential sale transaction (2.8).
B130	10/15/23	D. Golinghorst	0.20	Review interim management services agreement (.2).
B130	10/16/23	D. Golinghorst	0.50	Review and analyze credit bid APA provisions re closing (.3); review and analyze correspondence re stalking horse bidder diligence matters (.2).
B130	10/16/23	D. Golinghorst	0.10	Correspondence re interim management services agreement (.1).
B130	10/16/23	J. Haake	0.50	Conference with D. Simon re sale order and circulate sale order to Committee and N. Coco (.5).
B130	10/16/23	J. Haake	0.20	Correspondence with M. Toney and H. Israel re presentation to Sisters of Mercy (.2).
B130	10/16/23	J. Haake	1.30	Analyze sale hearing issues (1.3).
B130	10/16/23	J. Greathouse	0.70	Review revisions to IMA (.7).
B130	10/16/23	F. Perlman	3.60	Conference with Committee re sale issues (.4); conference with N. Coco re consideration issue (.4); continued analysis of sale documents and open issues (2.3); conference with M. Toney, et al. re PH issues (.5).
B130	10/16/23	M. Rooney	0.30	Correspondence with Mercy legal team re University termination (.3).
B130	10/16/23	D. Simon	5.10	Multiple conferences with J. Porter re cash flows and sale issues (.8); conference with Committee re open funding issues (.7); review and analyze positions relating to auction and funding and discussions re same (3.2); review sale order (.4).
B130	10/17/23	D. Golinghorst	0.10	Review comments to interim management services agreement and advancement agreements from committee (.1).
B130	10/17/23	J. Kapp	3.60	Analyze notice of termination of APA from University of Iowa (.2); review auction transcript with respect to development of response re same (.4); draft response re same and review APA and bidding procedures with respect to same (2.0); revise response letter (.5); review draft sale order re same (.5).
B130	10/17/23	J. Haake	0.20	Review Committee comments to sale order (.2).
B130	10/17/23	F. Perlman	3.20	Steindler follow up (.4); follow up termination notice response (.6); follow up re Preston Hollow bid issue



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Task	Date	Name	Hours	Description
B130	10/17/23	D. Simon	3.80	and analysis (2.2). Conference with TKP re Steindler and ASC (.5); multiple conferences with TKP re budget and sale issues (1.2); conferences with Mintz re budget and related sale issues (.5); conferences with F. Perlman and M. Toney re same (.7); review and revise letter to University (.3); review Committee revisions to sale and related documents (.6).
B130	10/18/23	D. Golinghorst	0.30	Review and analyze correspondence re interim management services agreement revisions (.1); review documents re back up bidder (.2).
B130	10/18/23	M. Rooney	0.30	Correspondence with Mercy legal team re University access to title work and contracts (.3).
B130	10/18/23	J. Haake	1.70	Revise sale order, agreement to advance, and interim management agreement and correspondence with D. Simon and J. Greathouse re same.
B130	10/18/23	J. Kapp	1.00	Revise correspondence responding to University's termination notice and review related documents re same (1.0).
B130	10/18/23	F. Perlman	5.10	Conference with UCC re PH bid issue (.5); continued analysis strategy re sale (1.9); analyze termination notice and back up bid argument (1.2); analyze sale documents (1.1); review of sale order (.4).
B130	10/18/23	D. Simon	4.30	Conference with FTI and client re PH bid interpretation (.8); review legal and strategic issues relating to same (1.3); numerous conferences with client re same (1.5); revision to letter to University (.2); conference with N. Coco and M. Preusker re sale issues (.5).
B130	10/19/23	D. Golinghorst	0.40	Review and analyze documents and correspondence re APA and schedules (.4).
B130	10/19/23	M. Rooney	0.30	Correspondence with Mercy legal team re regulatory approvals (.3).
B130	10/19/23	J. Kapp	0.80	Review Secured Bondholder Representatives' Motion to Compel Auction Results (.8).
B130	10/19/23	F. Perlman	4.50	Conference with PH re sale issues (.5); continued analysis of sale issues (1.8); conference with UCC re sale issues and strategy (.4); continued work on sale process and strategy (1.4); review communications re



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Task	Date	Name	Hours	Description
B130	10/19/23	D. Simon	5.80	same (.4). Numerous conferences and communications with client re sale issues (2.3); conference with Preston Hollow re same (.6); conferences with University re same (.6); multiple conferences with R. Leaf and F. Perlman re same (1.2); review and analyze PH motion to compel (.4); communications with client re same (.7).
B130	10/20/23	J. Haake	1.60	Analysis of motion to compel compliance with auction results (1.6).
B130	10/20/23	M. Rooney	0.30	Revise closing checklist (.3).
B130	10/20/23	F. Perlman	4.00	Conference with Committee re sale process and next steps (.5); continued analysis of sales process and strategy re University and PH (2.3); follow up re communications re same (.4); review and analyze of PH Motion to Enforce (.8).
B130	10/20/23	D. Simon	3.60	Numerous conferences with M. Toney, F. Perlman and others re open sale issues (1.5); conferences with J. Haake and M. Toney re response to motion to compel (1.0); conferences and communications with M. Toney re employee communications (.4); conferences with Committee re open sale issues (.7).
B130	10/21/23	F. Perlman	1.10	Conference with Mintz re sale issues and next steps (.4); continued follow up re response motion and strategy (.7).
B130	10/21/23	D. Simon	1.40	Conferences with M. Toney, D. Gordon re open sale issues (.8); conferences with N. Coco and M. Preusker re same (.6).
B130	10/22/23	J. Haake	6.50	Analysis of auction transcript (.6); draft objection to motion to compel (3.7); review comments from M. Toney and revise objection to motion to compel to incorporate comments (1.2); research case law re bankruptcy sale process (1.0).
B130	10/22/23	D. Golinghorst	0.50	Draft updates to transaction closing checklist (.3); review and analyze correspondence re APA matters (.2).
B130	10/23/23	D. Simon	4.40	Revisions to objection to motion to compel (3.0); conferences with client re same (.8); conference with Committee re status update (.6).



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Task	Date	Name	Hours	Description
B130	10/23/23	F. Perlman	3.80	Conference with committee re sale issues (.4); analysis re sale issues and strategy (2.3); analyze motion to compel (.8); follow up communications re sale issues (.3).
B130	10/24/23	J. Haake	0.90	Revise letter to Bondholders re motion to compel (.9).
B130	10/24/23	F. Perlman	3.30	Continued strategy re addressing sale issues and next steps (2.8); follow up re employee uncertainty re same (.5).
B130	10/24/23	D. Simon	4.10	Numerous negotiations between PH and related discussions with University (2.2); conferences with client re strategy (1.5); revisions to letter to University (.4).
B130	10/25/23	F. Perlman	4.00	Conference with UCC re sale (.4); continued analysis sale issues and response to PH motion (2.8); conference with N. Coco and M. Preusker re same (.5); conference with D. Gordon re same (.3).
B130	10/25/23	E. Keil	1.30	Research re reopening auctions (1.3).
B130	10/25/23	D. Golinghorst	0.10	Review and analyze correspondence re APA and auction matters (.1).
B130	10/25/23	N. Bull	1.50	Analyze issues with respect to auction dispute (.5); review termination notice and related response (.5); conferences and correspondence with D. Simon (.5).
B130	10/25/23	D. Simon	5.20	Numerous conferences with M. Toney; F. Perlman and others re auction and sale strategy (3.2); numerous conferences with Preston Hollow re same (1.3); conferences with D. Gordon re reopened auction (.4); draft and revise emails relating to same (.3).
B130	10/26/23	F. Perlman	3.30	Continued work on sales process and resolving open issues (2.3); conference with N. Coco re same (.4); attention to communications re same (.6).
B130	10/26/23	D. Simon	8.00	Numerous discussions with D. Gordon and PH re sale issues (3.0); prepare auction strategy and discussions with client re same (3.3); discussions re communications strategy (.7); conferences with K. Stanger re potential court hearings (.4); update conferences with Committee (.6).
B130	10/27/23	J. Haake	1.60	Prepare for and attend auction (1.6).



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Task	Date	Name	Hours	Description
B130	10/27/23	D. Golinghorst	0.30	Review and analyze auction documentation (.3).
B130	10/27/23	F. Perlman	3.90	Prepare for auction (.8); conference with PH re auction (.5); conference with D. Gordon re auction (.3); participate in auction (1.0); follow up re successful bidder (.4); review communications re auction (.5); review notice successful bidder (.4).
B130	10/27/23	E. Keil	0.50	Draft amended notice of auction results (.5).
B130	10/27/23	D. Simon	6.40	Numerous conferences with University, PH, Committee and client re auction strategy and preparations (2.2); prepare for and attend auction (2.4); attend multiple communications conferences re sale roll-out and cadence (.8); multiple conferences with N. Coco re sale and cash collateral issues (.6); revisions to notice of auction results and discussions with R. Leaf and others re same (.4).
B130	10/28/23	D. Simon	1.30	Conference with D. Gordon re sale issues and strategy (.3); conference with F. Perlman and R. Leaf re open sale issues (1.0).
B130	10/30/23	F. Perlman	1.80	Continued analysis open sale issues for November 6 hearing (1.8).
B130	10/31/23	D. Golinghorst	0.80	Review and analyze correspondence re APA amendment and closing matters (.4); draft correspondence re transaction management matters (.4).
B130	10/31/23	J. Haake	1.40	Revise University of Iowa sale order (1.4).
B130	10/31/23	F. Perlman	1.60	Work on open sale issues and potential objections (1.6).
B130	10/31/23	D. Simon	1.80	Review sale documents (.8); communications with sale team and Polsinelli re preparation for sale hearing (1.0).
B155	10/27/23	D. Simon	1.50	Prepare for, and attend hearing on pension and sale issues (1.5).
B160	10/01/23	E. Keil	1.70	Review August invoice for privilege issues and compliance with local rules (1.7).
B160	10/02/23	E. Keil	2.10	Revise MWE first fee statement (2.1).
B160	10/05/23	E. Keil	0.60	Revise MWE fee statement (.6).
B160	10/06/23	E. Keil	1.00	Revise MWE fee application (1.0).
B160	10/09/23	E. Keil	1.60	Revise MWE August fee statement (1.6).
B160	10/11/23	E. Keil	0.10	Correspondence with M. Rothchild re OCP



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Task	Date	Name	Hours	Description
				declaration (.1).
B160	10/19/23	E. Keil	0.40	Correspondence with M. Toney, J. Porter re UCC website (.4).
B160	10/23/23	E. Keil	3.40	Review September time detail for privilege issues and compliance with Local Rules (3.4).
B160	10/24/23	E. Keil	1.70	Conferences and correspondence with K. Borodkin re OCPs (.8); conferences with R. Leaf re same (.5); correspondence with same re same (.1); research re same (.3).
B160	10/26/23	E. Keil	0.30	Correspondence with K. Borodkin re OCP declarations (.2); correspondence with K. Stanger re same (.1).
B160	10/31/23	E. Keil	0.10	Correspondence with D. Simon, R. Leaf re OCP (.1).
B160	10/31/23	E. Keil	3.20	Review time detail for privilege issues and compliance with local rules (3.2).
B185	10/04/23	E. Keil	0.20	Correspondence with Mercy, contract counterparties re cure objections (.2).
B185	10/18/23	E. Keil	0.30	Correspondence with K. Barton re contract payments (.2); correspondence with M. Udem re same (.1).
B185	10/30/23	E. Keil	0.20	Correspondence with K. Borodkin re creditor payments (.1); correspondence with creditor re same (.1).
B185	10/31/23	E. Keil	0.20	Correspondence with creditor re cure amount (.1); correspondence with K. Borodkin re same (.1).
B190	10/01/23	F. Perlman	1.20	Continued work on term sheet and potential settlement (1.2).
B190	10/02/23	E. Keil	2.00	Draft 9019 settlement motion (2.0).
B190	10/02/23	D. Simon	2.50	Multiple conferences with M. Toney, R. Leaf re foundation issues (1.2); review and analyze same (1.3).
B190	10/02/23	F. Perlman	2.30	Continued analysis of Foundation settlement and strategy (1.1); attention to Foundation and hospital governance issues (1.2).
B190	10/03/23	J. Haake	3.90	Analysis of documents related to Foundation (1.8); research Iowa law related to trust law issues (1.1); draft argument for pleading related to settlement (1.0).
B190	10/03/23	F. Perlman	1.80	Continued work on potential Foundation settlement (1.8).



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Task	Date	Name	Hours	Description
B190	10/03/23	E. Keil	1.10	Revise 9019 motion (1.1).
B190	10/03/23	D. Simon	2.00	Numerous discussions with M. Toney, F. Perlman and others re foundation issues (2.0).
B190	10/04/23	J. Haake	1.40	Revise 9019 motion (1.4).
B190	10/04/23	J. Haake	0.50	Draft 9019 motion section (.5).
B190	10/04/23	N. Kawashima	0.50	Analyze restricted gift issues, endowment issues, donative intent issues, etc. (.5).
B190	10/04/23	F. Perlman	1.80	Analysis re Foundation settlement (1.8).
B190	10/04/23	D. Simon	1.00	Conferences with client re Foundation issues (1.0).
B190	10/04/23	E. Keil	5.40	Revise 9019 settlement motion and term sheet (5.4).
B190	10/05/23	F. Perlman	0.90	Work on settlement with Foundation (.9).
B190	10/05/23	E. Keil	0.70	Revise 9019 motion (.7).
B190	10/06/23	E. Keil	0.40	Conference with R. Leaf re 9019 motion, settlement (.4).
B190	10/06/23	F. Perlman	1.60	Continued work on Foundation settlement (1.6).
B190	10/06/23	D. Simon	1.20	Conferences with M. Toney, T. Clancy and others re foundation strategies (1.2).
B190	10/07/23	F. Perlman	0.70	Analysis re Foundation settlement and 9019 (.7).
B190	10/07/23	D. Simon	1.00	Review and revise 9019 motion (1.0).
B190	10/09/23	E. Keil	1.30	Revise 9019 motion (1.3).
B190	10/09/23	D. Simon	1.00	Revisions to 9019 motion (.6); communications with parties re filing of same (.4).
B190	10/09/23	F. Perlman	1.90	Revise 9019 motion (.8); follow up on Foundation settlement issues (1.1).
B190	10/10/23	F. Perlman	0.70	Follow up re 9019 (.7).
B190	10/11/23	F. Perlman	0.40	Address issues re Foundation settlement (.4).
B190	10/19/23	D. Pavan	3.40	Review and analyze potential Pension Committee (3.4).
B190	10/19/23	F. Perlman	0.40	Follow up re Foundation settlement.
B190	10/19/23	D. Simon	0.50	Review of pension pleadings (.5).
B190	10/20/23	J. Haake	1.10	Analyze motion to compel and strategy re same.
B190	10/20/23	D. Pavan	1.50	Research and analysis re pension committee (1.5).
B190	10/20/23	F. Perlman	0.40	Attention to pension committee's request and analysis (.4).
B190	10/21/23	J. Haake	1.50	Analyze case law cited in motion to compel (1.5).
B190	10/23/23	J. Haake	2.30	Research case law re auction and sell issues (.9); revise draft objection (.8); conference with K. Stanger re exhibit list (.2); revise same (.4).
B190	10/23/23	D. Simon	1.00	Conference with R. Olivero re foundation issues (.3);



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Task	Date	Name	Hours	Description
				draft settlement construct to PH (.3); communications with M. Toney and F. Perlman re same (.4).
B190	10/24/23	D. Simon	0.50	Conference with Iowa AG re foundation motion (.5).
B190	10/25/23	D. Simon	0.30	Conference with Foundation re audit (.3).
B190	10/25/23	N. Kawashima	1.60	Analyze will and restricted funds issue (1.6).
B190	10/26/23	J. Haake	1.20	Revise draft objection to motion to compel (1.2).
B195	10/03/23	D. Simon	1.20	Travel to Chicago for auction (non-working time billed at 50%).
B195	10/05/23	D. Simon	1.00	Travel from Chicago to Atlanta (non-working time billed at 50%).
B210	10/05/23	D. Simon	1.30	Conferences with M. Toney re operational and transition issues (1.3).
B210	10/19/23	E. Keil	0.80	Conference with R. Leaf, TK team re amended schedules/statements (.8).
B210	10/27/23	J. Haake	1.20	Review Steindler documents (.5); correspondence with M. Toney re strategy and administrative issues (.7).
B220	10/06/23	J. Holdvogt	0.70	Review and respond to P. Brubaker re IRS guidance and options for retirement plan administrative corrections.
B220	10/09/23	J. Holdvogt	0.50	Correspondence to and from CBIZ and P. Brubaker re options for MIC 401(k) plan corrections under IRS guidance.
B220	10/10/23	J. Holdvogt	1.40	Correspondence to and from P. Brubaker re options for MIC 401(k) plan corrections under IRS guidance (.6); conference with P. Brubaker re pension QDRO hold issue (.3); conference with MIC team re 401(k) match true-up allocation requirements for 2022 and 2023 plan year (.2); conference with J. Porter re MIC pension issues (.3).
B220	10/16/23	J. Holdvogt	0.80	Review and respond to P. Brubaker re MIC pension issues with asset sale (.8).
B220	10/20/23	J. Holdvogt	0.30	Correspondence to and from J. Porter re MIC pension issues (.3).
B220	10/20/23	D. Simon	0.80	Communications with R. Leaf, K. Stanger and others re pension issues (.4); review pleadings re same (.4).
B220	10/24/23	J. Holdvogt	0.80	Review and confirm IRS guidance re FSA mid-year changes (.4); conference with P. Brubaker re FSA



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Task	Date	Name	Hours	Description
				requirements for MIC and QDRO issues for MIC pension plan (.4).
B220	10/30/23	J. Holdvogt	0.80	Review data on proposed 401(k) plan corrections (.3); conference with CBIZ team re 401(k) plan updates and corrections (.5).
B230	10/17/23	F. Perlman	0.50	Review revised cash collateral order (.5).
B230	10/26/23	F. Perlman	0.50	Review revised cash collateral order and issues (.5).
B230	10/27/23	F. Perlman	1.60	Review and analyze cash collateral order (.8); conference with committee re same (.4); conference with PH re same (.4).
B230	10/27/23	D. Simon	0.80	Review and analyze cash collateral issues (.8).
B230	10/29/23	F. Perlman	1.20	Conference with committee re cash collateral order and sale (.5); continued analysis re same (.7).
B230	10/29/23	D. Simon	1.30	Revisions to cash collateral order (.7); conference with Committee re sale and financing issues (.6).
B230	10/30/23	J. Haake	1.70	Analysis of bond documents (1.7).
B230	10/30/23	F. Perlman	2.00	Conference with committee re cash collateral (.4); continued work on cash collateral order (1.6).
B230	10/30/23	D. Simon	0.50	Communications with N. Coco and M. Preusker re cash collateral issues (.5).
B230	10/31/23	J. Haake	0.50	Conference with H. Israel re presentation to Sisters of Mercy (.3); correspondence with D. Gordon re funding agreement (.2).
B230	10/31/23	F. Perlman	1.90	Conference with Mintz re cash collateral (.5); continue analysis open issues cash collateral order (1.4).
B230	10/31/23	D. Simon	3.50	Numerous revisions to cash collateral order (1.8); numerous communications with PH and Committee re same (1.7).
B260	10/04/23	F. Perlman	1.80	Prepare for and participate in board meeting (1.8).
B260	10/10/23	F. Perlman	0.50	Prepare for and participate in board meeting (.5).
B260	10/26/23	F. Perlman	2.00	Prepare for and participate in board meeting (2.0).
B260	10/31/23	F. Perlman	1.00	Prepare for and participate in board meeting (1.0).
B470	10/02/23	A. Ingollikar	1.30	Processed data, resolved errors, imaged docs, updated search index (1.3).
B470	10/02/23	R. Dizon	0.50	Prepare client documents for case development review in document discovery platform (.5).
B470	10/05/23	F. Belayneh	1.00	Ingest data for processing and populate custodian information in preparation to load into the review



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Task	Date	Name	Hours	Description
B470	10/05/23	R. Dizon	0.50	platform (.7); conduct QC on data processed (.3). Prepare client documents for case development review in document discovery platform (.5).
B470	10/06/23	R. Dizon	1.50	Prepare responsive document for production in document discovery platform (1.5).
B470	10/09/23	N. Bull	0.40	Analyze issues with respect to the Debtors' auction process (.4).
B470	10/11/23	D. Simon	0.40	Conference with TKP re trial subpoena (.2); conference with K. Walsh re same (.2).
B470	10/19/23	N. Bull	2.50	Conferences and correspondence with D. Simon re auction dispute with Bondholders (1.3); review auction transcripts re same (.4); review protective order (.2); review and analyze Preston Hollow brief re auction dispute (.6).
B470	10/30/23	N. Bull	0.40	Correspondence with D. Simon, R. Leaf re potential emergency motion and strategy (.4).
Total Hours			386.80	

Task Code Summary

Task Code	Description	Hours	Amount
B130	Asset Disposition	271.90	408,525.00
B155	Court Hearings	1.50	2,175.00
B160	Fee/Employment Applications	16.20	17,901.00
B185	Assumption/Rejection of Leases	0.90	994.50
B190	Other Contested Matters	54.90	75,153.00
B195	Non-Working Travel	2.20	3,190.00
B210	Business Operations	3.30	4,197.00
B220	Employee Benefits/Pensions	6.10	8,845.00
B230	Financing/Cash Collections	16.00	25,708.00
B260	Board of Directors Matters	5.30	9,805.00
B470	Litigation	8.50	7,216.50
		386.80	563,710.00



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Timekeeper Summary

Name	Hours	Rate	Amount
F. Belayneh	1.00	270.00	270.00
N. Bull	4.80	1,410.00	6,768.00
R. Dizon	2.50	545.00	1,362.50
D. Golinghorst	16.30	945.00	15,403.50
J. Greathouse	6.60	1,300.00	8,580.00
J. Haake	46.90	1,190.00	55,811.00
J. Holdvogt	5.30	1,450.00	7,685.00
A. Ingolikar	1.30	270.00	351.00
J. Kapp	7.50	1,450.00	10,875.00
N. Kawashima	2.10	1,600.00	3,360.00
E. Keil	33.40	1,105.00	36,907.00
D. Pavan	8.40	725.00	6,090.00
F. Perlman	116.40	1,850.00	215,340.00
M. Rooney	17.20	1,460.00	25,112.00
D. Simon	117.10	1,450.00	169,795.00
Totals	386.80		<u>\$563,710.00</u>

EXHIBIT B

Expense Detail



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Costs and Other Charges

Timekeeper	Date	Description	Qty	Amount
N. Bull	09/28/23	Document Services VENDOR: Everest Court Reporting LLC INVOICE#: 35666 DATE: 9/28/2023 - Vendor invoice	0.00	1,895.69
D. Simon	09/26/23	Obtain Copy of Transcripts VENDOR: Everest Court Reporting LLC INVOICE#: 35424 DATE: 9/26/2023 - Certified copy of Charles Richard Bayman's September 7, 2023 transcript	0.00	1,605.10
D. Simon	10/03/23	Travel Expenses Airfare to and from Chicago for auction	0.00	865.80
D. Simon	10/03/23	Travel Expenses Taxi.	0.00	55.55
D. Simon	10/04/23	Business Meal Dinner with D. Simon, F. Perlman, R. Bayman, D. Orman, J. Porter, K. Borodkin (was \$632.77, written down to \$50 per person)	0.00	300.00
D. Simon	10/05/23	Transportation/Parking Parking	0.00	47.00
D. Simon	10/05/23	Business Meal Lunch	0.00	29.93
D. Simon	10/05/23	Travel Expenses Taxi.	0.00	39.30
D. Simon	10/05/23	Travel Expenses 10/4/23 Hotel stay in Chicago (was \$677.40, written down to \$400)	0.00	400.00
D. Simon	10/05/23	Travel Expenses 10/3/23 Hotel stay in Chicago (was \$677.40, written down to \$400)	0.00	400.00
Total Costs and Other Charges				\$5,638.37